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**Return of Private Foundation**

**2014**

Department of the Treasury  
Internal Revenue Service

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Open to Public Inspection

For calendar year 2014 or tax year beginning **DEC 1, 2014**, and ending **NOV 30, 2015**

Name of foundation: **THE GRACE HELEN SPEARMAN FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **4283 ARCADIA ST.**

Room/suite: \_\_\_\_\_

City or town, state or province, country, and ZIP or foreign postal code: **PALM SPRINGS, CA 92262-0534**

A Employer identification number: **76-0721677**

B Telephone number: **8189954418**

C If exemption application is pending, check here

D 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 18,347,089.** (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		282,207.	282,207.		STATEMENT 1
5a Gross rents		220,440.	220,440.		STATEMENT 2
b Net rental income or (loss) 108,393.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		<545,005.>			
b Gross sales price for all assets on line 6a 12,484,017.					
7 Capital gain net income (from Part IV, line 2)			-0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<42,358.>	502,647.		
13 Compensation of officers, directors, trustees, etc		178,397.	89,198.		89,199.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		9,972.	4,986.		4,986.
16a Legal fees					
b Accounting fees STMT 4		10,000.	10,000.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		68,755.	160.		0.
19 Depreciation and depletion		32,727.	32,727.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		232,051.	231,207.		844.
24 Total operating and administrative expenses. Add lines 13 through 23		531,902.	368,278.		95,029.
25 Contributions, gifts, grants paid		653,500.			653,500.
26 Total expenses and disbursements. Add lines 24 and 25		1,185,402.	368,278.		748,529.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<1,227,760.>			
b Net investment income (if negative, enter -0-)			134,369.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1,488,622.	794,987.	794,987.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 8	7,467,132.	10,666,244.	11,389,320.
	c	Investments - corporate bonds	STMT 9	3,420,879.	2,820,746.	2,712,782.
	11	Investments - land, buildings, and equipment basis ▶	900,000.			
	Less accumulated depreciation	STMT 7 ▶	189,545.	743,182.	710,455.	
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	900,000.				
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		17,124,124.	15,892,432.	18,347,089.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ <b>SECURITY DEPOSITS</b> )		21,072.	17,140.	
23	<b>Total liabilities</b> (add lines 17 through 22)		21,072.	17,140.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		17,103,052.	15,875,292.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b>		17,103,052.	15,875,292.		
31	<b>Total liabilities and net assets/fund balances</b>		17,124,124.	15,892,432.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	17,103,052.
2	Enter amount from Part I, line 27a	2	<1,227,760.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	15,875,292.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	15,875,292.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VACANT LAND, PERRIS, CA	D	03/27/10	12/18/14
b PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,675,000.		3,233,392.	<558,392.>
b 7,096,500.		7,192,454.	<95,954.>
c 2,425,390.		2,603,176.	<177,786.>
d 287,127.			287,127.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
a			<558,392.>
b			<95,954.>
c			<177,786.>
d			287,127.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ... }	2	<545,005.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	619,933.	15,426,629.	.040186
2012	737,036.	14,526,848.	.050736
2011	290,784.	14,441,014.	.020136
2010	35,245.	13,552,052.	.002601
2009			

2 Total of line 1, column (d)	2	.113659
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.028415
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	18,047,558.
5 Multiply line 4 by line 3	5	512,821.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,344.
7 Add lines 5 and 6	7	514,165.
8 Enter qualifying distributions from Part XII, line 4	8	748,529.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,344.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,344.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	1,344.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	32,127.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	32,127.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	30,783.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 5,000. Refunded <input checked="" type="checkbox"/>	11	25,783.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address HTTP://GRACEHELENSPEARMAN.FOUNDATION
14 The books are in care of STEVEN TOBIN Telephone no. 818-995-4418 Located at 4283 ARCADA ST., PALM SPRINGS, CA ZIP+4 92262-0534
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.) N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVEN TOBIN 4283 ARCADE ST. PALM SPRINGS, CA 92262-0534	PRESIDENT & DIRECTOR 40.00	174,397.	0.	0.
DIRK ETCHISON 6755 TYRONE AVENUE VAN NUYS, CA 91405	DIRECTOR 2.00	2,000.	0.	0.
KEN RANDMAN 5254 EDGEWARE DRIVE CALABASAS, CA 91301	DIRECTOR 2.00	2,000.	0.	0.
ALMA BANAUELOS 515 S. FLOWER STREET #2700 LOS ANGELES, CA 90071	DIRECTOR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ **0**

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

**Part X**

**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	14,429,683.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	817,711.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	3,075,000.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	18,322,394.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	18,322,394.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	274,836.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	18,047,558.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	902,378.

**Part XI**

**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	902,378.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	1,344.
<b>2b</b>	Income tax for 2014. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,344.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	901,034.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	901,034.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	901,034.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	748,529.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	748,529.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,344.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	747,185.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				901,034.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			567,133.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 748,529.				
a Applied to 2013, but not more than line 2a			567,133.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				181,396.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				719,638.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling \_\_\_\_\_

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities.					
Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
**NONE**

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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- b** The form in which applications should be submitted and information and materials they should include:

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- c** Any submission deadlines:

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- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** Supplementary Information (continued)

**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year  SEE SCHEDULE ATTACHED	NONE	EXEMPT		653,500.
<b>Total</b>			▶ <b>3a</b>	653,500.
<i>b</i> Approved for future payment  NONE				
<b>Total</b>			▶ <b>3b</b>	0.





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FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT    1

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
U.S. TRUST - NOMINEE	565,871.	287,127.	278,744.	278,744.	
U.S. TRUST - NOMINEE	3,463.	0.	3,463.	3,463.	
TO PART I, LINE 4	569,334.	287,127.	282,207.	282,207.	

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FORM 990-PF                      RENTAL INCOME                      STATEMENT    2

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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
248 S REEVES AND 7956-7962 3RD STREET, CALIFORNIA	1	220,440.
TOTAL TO FORM 990-PF, PART I, LINE 5A		220,440.

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FORM 990-PF                      RENTAL EXPENSES                      STATEMENT    3

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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		32,727.	
RENTAL EXPENSES		79,320.	
- SUBTOTAL -	1		112,047.
TOTAL RENTAL EXPENSES			112,047.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			108,393.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANELA & CO	10,000.	10,000.		0.
TO FORM 990-PF, PG 1, LN 16B	10,000.	10,000.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES AND LICENSES	160.	160.		0.
EXCISE TAX ON FOUNDATION	68,595.	0.		0.
TO FORM 990-PF, PG 1, LN 18	68,755.	160.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK MANAGEMENT FEES	143,441.	143,441.		0.
INSURANCE	1,500.	1,500.		0.
PAYROLL FEES	1,688.	844.		844.
MISCELLANEOUS EXPENSES	6,102.	6,102.		0.
RENTAL EXPENSES	79,320.	79,320.		0.
TO FORM 990-PF, PG 1, LN 23	232,051.	231,207.		844.

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FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	7
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
248 S. REEVES BEVERLY HILLS, CA 90212	900,000.	189,545.	710,455.	900,000.
TO 990-PF, PART II, LN 11	900,000.	189,545.	710,455.	900,000.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK / MUTUAL FUNDS	8,529,121.	9,090,109.
HEDGE FUNDS	1,151,936.	1,148,612.
REITS	985,187.	1,150,599.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,666,244.	11,389,320.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS & BOND FUNDS	2,820,746.	2,712,782.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,820,746.	2,712,782.

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**THE GRACE HELEN SPEARMAN FOUNDATION  
SCHEDULE OF SECURITIES HELD  
NOVEMBER 30, 2015**

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
ABBOTT LABS	13,335	13,970
ACTIVISION BLIZZARD INC	13,668	20,412
ADOBE SYSTEM INC	15,471	19,938
ALEXION PHARMACEUTICALS INC	13,777	13,740
ALLIANCE DATA SYS CORP	16,334	17,498
ALPHABET INC	33,291	46,041
ALPHABET INC	15,483	22,123
AMAZON COM INC	11,579	25,927
AMERICAN EXPRESS CO	15,854	14,256
APPLE INC	52,940	59,150
BANK NEW YORK MELLON CORP	10,572	11,048
BAXALTA INC	6,145	6,188
BERKSHIRE HATHAWAY INC	25,779	24,539
BIOGEN IDEC INC	13,450	11,188
BIOMARIN PHARMACEUTICAL INC	9,648	11,444
BLACKROCK INC	13,570	14,913
BROADCOM CORP	9,635	12,817
CARDINAL HEALTH INC.	16,410	17,544
CBS CORP	11,587	10,752
CELGENE CORP	29,257	28,457
CERNER CORP	13,426	12,278
CHEVRON CORP	14,798	13,212
CIGNA CORP	8,379	12,013
CITIGROUP INC	37,189	38,620
COACH INC	6,237	6,291
COLUMBIA CONTRARIAN CORE FUND	403,067	458,686
COLUMBIA SELECT LARGE CAP GROWTH FUND	652,713	966,578
COLUMBIA VALUE AND RESTRUCTURING FUND	287,794	306,519
COMCAST CORP	19,728	21,970
CONOCOPHILLIPS	6,386	5,808
COSTCO WHSL CORP NEW	10,960	12,752
CVS HEALTH CORP	20,254	22,585
DELPHI AUTOMOTIVE PLC	24,185	28,737
DTE ENERGY CO	4,666	4,990
EDISON INTL	5,581	5,817
EDWARDS LIFESCIENCES CORP	9,278	10,921
ELECTRONIC ART INC	17,457	19,185
EMC CORP	11,988	10,896
EXXON MOBIL CORP	9,726	11,042
FACEBOOK INC	30,331	39,820
FEDEX CORP	10,180	9,671
GENERAL ELEC CO	15,384	18,323
GILEAD SCIENCES INC	18,084	18,543
GOLDMAN SACHS GROUP INC	3,562	3,623
HANESBRANDS INC	9,567	10,246
HEWLETT PACKARD CO	4,459	4,072
HONEYWELL INTL INC	15,447	17,250
HP INC	3,978	3,436
INCYTE CORP	9,427	17,593
INTUIT	6,538	7,715
J P MORGAN CHASE & CO	22,995	25,538
JARDEN CORP	12,262	12,884

**THE GRACE HELEN SPEARMAN FOUNDATION  
SCHEDULE OF SECURITIES HELD  
NOVEMBER 30, 2015**

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
JOHNSON & JOHNSON	21,019	21,010
LOWES COS INC	12,244	15,550
MASTERCARD INC	11,564	14,688
MCDONALDS CORP	10,730	12,540
MICROSOFT CORP	20,359	24,893
MONSANTO CO	9,967	9,992
MONSTER BEVERAGE CORP	14,200	18,553
NIKE INC	9,512	10,847
NOBLE ENERGY INC	3,707	2,604
OREILLY AUTOMOTIVE INC	11,613	12,402
PAYPAL HOLDINGS INC	3,147	3,068
PEPSICO INC	16,038	16,927
PHILIP MORRIS INTL INC	11,451	11,972
PRICELINE GROUP INC	12,799	14,986
SALESFORCE COM INC	9,164	10,599
SCHLUMBERGER LTD	6,496	5,980
SCHWAB CHARLES CORP	11,161	13,990
SELECT SECTOR SPDR TR CONS DISC	321,247	354,220
SELECT SECTOR SPDR TR FINANCIAL	319,127	339,296
SHERWIN WILLIAMS CO	14,149	14,391
ST JUDE MED INC	8,029	7,572
STARBUCKS CORP	15,535	23,574
UNITED TECHNOLOGIES CORP	10,145	9,379
UNIVERSAL HLTH SVCS INC	9,674	11,180
VERIZON COMMUNICATIONS INC	26,009	23,907
VERTEX PHARMACEUTICALS INC	5,747	6,856
VISA INC	19,533	23,982
WALGREEN CO	4,133	5,739
WELLS FARGO & CO	14,824	15,467
WILLIAMS COS INC DEL	6,177	4,680
ZIMMER BIOMET HLDGS INC	4,061	4,141
<b>TOTAL - U.S. LARGE CAP</b>	<b>3,047,369</b>	<b>3,624,544</b>
AFFILIATED MANAGERS GROUP	19,633	17,191
ARAMARK	16,146	17,208
ATHENAHEALTH INC	4,442	5,871
BROOKDALE SENIOR LIVING INC	3,432	2,226
BRUNSWICK CORP	8,398	9,500
CACI INTL INC	7,816	9,926
CADENCE DESIGN SYSTEM INC	6,142	7,560
CARLISLE COS INC	15,211	14,726
CAVIUM INC	6,580	8,187
CENTENE CORP	13,983	11,377
CIENA CORP	7,612	10,942
CINTAS CORP	8,753	11,117
COOPER COS INC	3,739	3,803
DIAMONDBACK ENERGY INC	5,715	6,242
DUN & BRADSTREET CORP	6,941	6,170
EAGLE MATERIALS INC	11,424	9,740
FIREEYE INC	4,334	3,089
FOOT LOCKER INC	9,488	11,180
FORTINET INC	23,894	25,970

**THE GRACE HELEN SPEARMAN FOUNDATION  
SCHEDULE OF SECURITIES HELD  
NOVEMBER 30, 2015**

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FORTUNE BRANDS HOME & SEC INC	12,963	14,384
GENESEE & WYO INC	8,755	6,788
GOLDMAN SACHS GROWTH OPPORTUNITIES FUND	842,182	821,495
HEXCEL CORP NEW	10,840	11,443
IDEXX LABS INC	24,371	22,804
IMS HEALTH HLDGS INC	5,591	5,549
INTERNATIONAL FLAVORS & FRAGRANCE	9,235	10,801
ISHARES US AEROSPACE & DEFENSE INDEX ETF	359,706	405,431
LKQ CORP	10,281	11,413
MANHATTAN ASSOCS INC	10,725	21,448
MEDIVATION INC	8,788	7,188
METTLER TOLEDO INTERNATIONAL	12,002	14,740
MGIC INVT CORP WIS	3,801	3,797
MICHAEL COS INC	10,685	9,950
MIDDLEBY CORP	6,234	7,263
NUANCE COMMUNICATIONS INC	5,312	7,472
ON ASSIGNMENT INC	9,404	14,051
OWENS & MINOR INC	9,362	10,590
POLARIS INDS INC	13,767	9,536
POLYONE CORP	11,311	10,794
PORTOLA PHARMACEUTICALS INC	4,724	5,606
POWERSHARES WATER RESOURCES PORTFOLIO FUND	361,130	322,801
PTC INC	5,954	5,947
PVH CORP	4,888	4,292
QORVO INC	1,619	1,916
RANGE RES CORP	6,857	3,744
SEALED AIR CORP	9,745	9,299
SIGNATURE BK NEW YORK	3,222	3,479
SIRONA DENTAL SYS INC	7,835	10,197
SKYWORKS SOLUTIONS INC	13,661	16,164
SMITH A O	3,192	5,344
STERIS CORP		23
SVB FINL GROUP	5,925	5,829
TENNECO INC	9,906	9,806
TRACTOR SUPPLY CO	12,548	14,776
TREEHOUSE FOODS INC	5,401	5,706
ULTA SALON COSMETICS 7 FRAGRANCE	13,314	14,529
ULTIMATE SOFTWARE GROUP INC	9,218	12,443
UNITED RENTALS INC	7,091	5,743
VALSPAR CORP	11,516	11,744
WABTEC CORP	15,396	13,701
WEX INC	7,365	6,410
WHITEWAVE FOODS CO	10,738	11,295
WILLIAMS SONOMA INC	9,685	8,423
<b>TOTAL - U.S. MID CAP</b>	<b>2,109,926</b>	<b>2,128,179</b>
AKORN INC	6,398	5,594
CARDTRONICS INC	8,019	8,237
CARRIZO OIL & CO INC	2,680	2,988
CEPHEID	5,919	4,025
FEI CO	8,264	8,241
FIRST CASH FINANCIAL SERVICES	5,210	3,733

**THE GRACE HELEN SPEARMAN FOUNDATION  
SCHEDULE OF SECURITIES HELD  
NOVEMBER 30, 2015**

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FIVE BELOW INC	12,712	9,215
FTI CONSULTING INC	3,415	3,439
GRAND CANYON ED INC	6,527	6,141
GREENHILL & CO INC	4,568	2,804
GTT COMMUNICATIONS INC	7,064	6,421
INPHI CORP	6,403	10,835
JACK IN THE BOX INC	7,523	6,673
LEGG MASON CLEARBRIDGE SMALL CAP	242,182	238,645
LOGMEIN INC	8,520	12,641
MARKETAXESS HLDGS INC	12,847	19,968
MARRIOTT VACATIONS WORLDWIDE	7,046	5,718
NEXSTAR BROADCASTING GROUP INC	6,042	7,675
PAREXEL INTL CORP	7,213	8,074
PRA GROUP INC	11,191	8,138
SYNAPTICS INC	6,616	8,438
UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FD	440,000	478,918
WABASH NATL CORP	5,683	6,394
<b>TOTAL - U.S. SMALL CAP</b>	<b>832,043</b>	<b>872,956</b>
ALKERMES PLC	18,163	25,383
ALLERGAN PLC	5,050	5,650
AON PLC	8,328	8,906
ARTISAN INTERNATIONAL FUND	675,000	684,877
CANADIAN NAT RES LTD	8,099	5,663
CANADIAN PAC RY LTD	17,308	14,452
DIAGEO PLC	10,516	10,540
EATON CORP	1,785	1,803
ENDO INTERNATIONAL PLC	4,196	4,550
IMAX CORP	9,759	10,303
ISHARES MSCI SINGAPORE	182,490	155,968
MARKETS VECTORS AGRIBUSINESS ETF	109,154	97,887
MEDTRONIC PLC	25,046	24,862
MFS SER TR I RESH INTL FD	370,000	340,099
NIELSEN HLDGS PLC	15,977	16,922
NXP SEMICONDUCTORS NV	11,556	13,645
PERRIGO CO	3,315	3,289
STERIS PLC	6,140	7,103
TYCO INTL	10,100	8,439
WISDOMTREE JAPAN HEDGED EQUITY FUND	193,602	179,064
<b>TOTAL - INTERNATIONAL DEVELOPED</b>	<b>2,036,618</b>	<b>1,978,345</b>
ALIBABA GROUP HLDG LTD	1,538	1,261
ISHARES MSCI INDIA ETF	107,512	90,618
NEUBERGER BERMAN EMERGING MARKETS EQUITY FUND	394,115	394,206
<b>TOTAL - EMERGING MARKETS</b>	<b>503,165</b>	<b>486,085</b>
<b>TOTAL - EQUITIES</b>	<b>8,529,121</b>	<b>9,090,109</b>
DOUBLELINE TOTAL RETURN BD FUND	1,220,000	1,195,630
METRO WEST T/R BD	1,298,427	1,277,851

THE GRACE HELEN SPEARMAN FOUNDATION  
SCHEDULE OF SECURITIES HELD  
NOVEMBER 30, 2015

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
ARTIO GLOBAL HIGH INCOME	302,318	239,301
<b>TOTAL - FIXED INCOME</b>	<b><u>2,820,746</u></b>	<b><u>2,712,782</u></b>
SKYBRIDGE MULTI-ADVISOR HEDGE	319,449	290,165
ARBITRAGE FUND	420,000	421,588
ROBECO BOSTON PARTNERS LONG/SHORT RES FUND	412,487	436,858
<b>TOTAL - HEDGE FUNDS</b>	<b><u>1,151,936</u></b>	<b><u>1,148,612</u></b>
AMERICAN TOWER CORP	5,274	5,267
AVALON CMNTYS INC	318,183	357,217
DUKE RLTY CORP	5,539	5,446
EQUITY RESIDENTIAL	318,423	353,204
PUBIC STORAGE INC	328,299	418,905
RAYONIER INC	2,512	2,220
SOVRAN SELF STORAGE INC	6,957	8,341
<b>TOTAL - REIT</b>	<b><u>985,187</u></b>	<b><u>1,150,599</u></b>
<b>TOTAL SECURITIES</b>	<b><u>13,486,990</u></b>	<b><u>14,102,101</u></b>

THE GRACE HELEN SPEARMAN FOUNDATION  
CONTRIBUTIONS PAID DURING THE YEAR  
12/1/2014 TO 11/30/2015

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP	RECIPIENT STATUS	AMOUNT
Academy Music for the Blind	5628 VINELAND AVE. NORTH HOLLYWOOD, CA 91601	NONE	EXEMPT	3,000.00
Act for Multiple Sclerosis	73710 FRED WARING DRIVE, PALM DESERT, CA 92260	NONE	EXEMPT	10,000.00
ADVOT Project	1033 S STANLEY AVE LOS ANGELES, CA 90019	NONE	EXEMPT	15,000.00
Ahead with Horses	10157 JOHANNA AVE., SHADOW HILLS, CA 91040	NONE	EXEMPT	5,000.00
AIDS Assistance Program	1276 NORTH PALM CANYON DRIVE, STE 108 PALM SPRINGS, CA 92262	NONE	EXEMPT	27,500.00
AIDS Life Cycle	1125 N MCCADDEN PLACE LOS ANGELES, CA 90038	NONE	EXEMPT	2,000.00
Alzheimers Association	225 N. MICHIGAN AVE., CHICAGO, IL 60601	NONE	EXEMPT	25,000.00
Anderson Ranch Arts Center	5263 OWL CREEK RD., SNOWMASS VILLAGE, CO 81615	NONE	EXEMPT	5,000.00
Angeles Chorale	20929 VENTURA BLVD #47-120 WOODLAND HILLS, CA 91364	NONE	EXEMPT	5,000.00
Assistance League of Palm Springs	PO BOX 3056, RANCHO MIRAGE CA 92270	NONE	EXEMPT	5,000.00
Beaumont Childrens Hospital	3601 W 13 MILE ROAD, ROYAL OAK, MI 48073	NONE	EXEMPT	7,500.00
Bob Hope USO	210 N EL CIELO, SUITE 102, PALM SPRINGS, CA 92262	NONE	EXEMPT	20,000.00
Boys & Girls Club of Santa Monica	1220 LINCOLN BLVD SANTA MONICA, CA 90401	NONE	EXEMPT	5,000.00
Boys Scouts of America	801 WASHINGTON STREET, WILMINGTON, DE 19801	NONE	EXEMPT	2,500.00
Caballeros	PO BOX 4082 PALM SPRINGS, CA 92263	NONE	EXEMPT	5,000.00
Cathedral Center	37171 W. BUDDY ROGERS AVE., CATHEDRAL CITY CA 92234	NONE	EXEMPT	15,000.00
Center for the Study of Young	PO BOX 48750, LOS ANGELES, CA 90018	NONE	EXEMPT	8,000.00
Children's Bureau of Southern Calif	1910 MAGNOLIA AVENUE, LOS ANGELES, CA 90007	NONE	EXEMPT	10,000.00
Children's Institute Inc	2121 W TEMPLE STREET, LOS ANGELES CA 90026	NONE	EXEMPT	5,000.00
Corbett Group Homes	1885 LUND AVENUE, SAN JOSE, CA 95131	NONE	EXEMPT	5,000.00
Corona Norco Rescue Mission	420 W HARRISON ST., CORONA CA 92880	NONE	EXEMPT	5,000.00
Court Appointed Special	1505 E 17TH STREET, SUITE 214 SANTA ANA, CA 92705	NONE	EXEMPT	7,000.00
Crohnsnmore Foundation	1200 E. WILLIAMS STREET, STE D APEX, NC 27502	NONE	EXEMPT	5,000.00
Desert Aids Project	1695 N SUNRISE WAY PALM SPRINGS, CA 92262	NONE	EXEMPT	55,000.00
Desert Cancer Foundation	74091 LARREA STREET PALM DESERT, CA 92260	NONE	EXEMPT	5,000.00
Desert Friends of Developmentally Disab	289 TOLOSA CIRCLE, PALM DESERT, CA 92260	NONE	EXEMPT	5,000.00
Emily Shane Foundation	2893 SEA RIDGE STREET MALIBU, CA 90265	NONE	EXEMPT	5,000.00
Equality California	8350 SANTA MONICA BLVD , SUITE 200 WEST HOLLYWOOD CA 90069	NONE	EXEMPT	10,000.00
Friends of Palm Springs (Animal Shelter)	P O. BOX 4808 PALM SPRINGS, CA 92263	NONE	EXEMPT	5,000.00
Funding the Future	2400 DUNN AVENUE, CHEYENNE, WY 82001	NONE	EXEMPT	5,000.00
GLSEN	90 BROAD STREET, 2ND FLOOR, NEW YORK, NY 10004	NONE	EXEMPT	15,000.00
Greater Palm Springs Pride, Inc.	777 NORTH PALM CANYON DRIVE, #102 PALM SPRINGS, CA 92262	NONE	EXEMPT	2,500.00
Guide Dogs of America	13445 GLENAOKS BLVD , SYLMAR CA 91342	NONE	EXEMPT	5,000.00
Help Me See	20 WEST 36TH STREET, FLOOR 4 NEW YORK, NY 10018	NONE	EXEMPT	7,500.00
International Gay Bowling Organization	1816 MEADVILLE STREET, PITTSBURGH, PA 15214	NONE	EXEMPT	5,000.00
Inviolet Theater Company	PO BOX 567, NEW YORK, NY 10113	NONE	EXEMPT	5,000.00
Jewish Big Brothers and Sisters	6505 WILSHIRE BLVD., Room 600 LOS ANGELES, CA 90048	NONE	EXEMPT	5,000.00
Junior Blind	5300 ANGELES VISTA BLVD , LOS ANGELES, CA 90043	NONE	EXEMPT	5,000.00
Kitchen Theatre Company, Inc	116 N. CAYUGA STREET, ITHACA, NY 14850	NONE	EXEMPT	3,000.00
LGBT Community Center of the Desert	6111 SOUTH PALM CANYON DRIVE, PALM SPRINGS, CA 92264	NONE	EXEMPT	40,000.00
Little Red Door Cancer Services	1801 N MERIDIAN STREET, INDIANAPOLIS, IN 46202	NONE	EXEMPT	5,000.00
Little Sisters of the Poor	2100 S. WESTERN AVENUE, SAN PEDRO, CA 90732	NONE	EXEMPT	5,000.00
Live and Give Foundation, Inc	340 W GLENEAGLES DR., PHOENIX AZ 85023	NONE	EXEMPT	10,000.00
Los Angeles Gay & Lesbian Center	1625 SCHRADER BLVD., LOS ANGELES, CA 90028	NONE	EXEMPT	5,000.00

THE GRACE HELEN SPEARMAN FOUNDATION  
 CONTRIBUTIONS PAID DURING THE YEAR  
 12/1/2014 TO 11/30/2015

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP	RECIPIENT STATUS	AMOUNT
Los Angeles Habilitation House	2041 SAN GABRIEL AVENUE LONG BEACH, CA 90810	NONE	EXEMPT	10,000.00
Mickey Barreto Missions	110 W 40th PLACE, LOS ANGELES, CA 90037	NONE	EXEMPT	1,000.00
Mizzell Senior Center	480 SOUTH SUNRISE WAY, PALM SPRINGS, CA 92262	NONE	EXEMPT	55,000.00
Modern Men Cochella Valleys	611 SOUTH PALM CANYON DRIVE, PALM SPRINGS, CA 92264	NONE	EXEMPT	3,000.00
Museum of Latin American Art	628 ALAMITOS AVENUE, LONG BEACH, CA 90802	NONE	EXEMPT	10,000.00
National M S Society	5150 GOLDLEAF CIRCLE, #400, LOS ANGELES, CA 90056	NONE	EXEMPT	10,000.00
Operation Safe House	9685 HAYES STREET, RIVERSIDE, CA 92503	NONE	EXEMPT	5,000.00
Our Community House of Hope	348 W AVENIDA DE LOS ARBOLES, THOUSAND OAKS, CA 91360	NONE	EXEMPT	20,000.00
P F Bresee Foundation	184 BIMINI PLACE, LOS ANGELES, CA 90004	NONE	EXEMPT	5,000.00
Pablove Foundation Inc	6607 W SUNSET BLVD., LOS ANGELES, CA 90028	NONE	EXEMPT	5,000.00
Palm Springs Animal Shelter	PO BOX 4808, PALM SPRINGS CA 92263	NONE	EXEMPT	5,000.00
Pasadena Meals on Wheels	54 N OAKLAND AVENUE, PASADENA CA 91101	NONE	EXEMPT	5,000.00
Pegasus Riding Academy	35-450-B PEGASUS COURT, PALM DESERT CA 92211	NONE	EXEMPT	5,000.00
PFLAG National	1828 L STREET, NW SUITE 660, WASHINGTON, D C 20036	NONE	EXEMPT	4,500.00
Pico Rivera Dons	9530 SHADE LANE PICO RIVERA, CA 90660	NONE	EXEMPT	5,000.00
Picture Me Happy	2801 ATLANTIC AVENUE LONG BEACH, CA 90806	NONE	EXEMPT	10,000.00
Project Safer Education Foundation	P.O. BOX 5074 VENTURA, CA 93005	NONE	EXEMPT	5,000.00
Proyecto Pastoral	135 N MISSION RD, LOS ANGELES CA 90033	NONE	EXEMPT	10,000.00
Ranch Recovery Center	7885 ANNANDALE AVE., DESERT HOT SPRINGS, CA 92240	NONE	EXEMPT	5,000.00
San Marino School Foundation	1665 WEST DRIVE, SAN MARINO, CA 91108	NONE	EXEMPT	9,000.00
Senior Advocate of the Desert	PO BOX 2827, CATHEDRAL CITY CA 92235	NONE	EXEMPT	5,000.00
Singleton Moms	7579 E MAIN STREET, STE 700, SCOTTSDALE AZ 85251	NONE	EXEMPT	5,000.00
Sober in the Sun	PO BOX 4584, PALM SPRINGS CA 92263	NONE	EXEMPT	5,000.00
Tarzana Treatment Center	19634 VENUTRA BLVD. TARZANA CA 91356	NONE	EXEMPT	5,000.00
The Road Theater Company	405 S MAIN STREET, WILLIAMSTOWN NJ 08094	NONE	EXEMPT	5,000.00
Triumph Foundation	17186 HICKORY RIDGE COURT, CANYON COUNTRY CA 91387	NONE	EXEMPT	7,500.00
Village Family Services	6736 LAUREL CANYON BLVD, SUITE 200, NORTH HOLLYWOOD CA 91606	NONE	EXEMPT	7,500.00
Weingart East Los Angeles YMCA	2900 WHITTIER BLVD., LA 90023	NONE	EXEMPT	10,000.00
Yarlung Artists	10920 WILSHIRE BLVD , #1509162, LOS ANGELES, CA 90024	NONE	EXEMPT	3,000.00
TOTAL				7,500.00
				<u>653,500.00</u>

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
 12/1/2014 TO 11/30/2015

QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
14	KIRBY CORP COM	12/03/14	1,246.88	1,246.88	-	-
14	APPLE INC COM	12/08/14	1,573.33	1,658.53	(85.20)	
8	CVS HEALTH CORP COM	12/08/14	726.02	722.96	3.06	
47	CAMERON INTL CORP COM	12/08/14	2,236.97	2,900.42	(663.45)	
18	CELGENE CORP COM	12/08/14	2,127.75	2,027.25	100.50	
11	CHEVRON CORP COM	12/08/14	1,174.70	1,174.70	-	
104	DIRECTV COM	12/08/14	8,827.83	9,114.80	(286.97)	
10	DOW CHEM CO COM	12/08/14	482.35	482.35	-	
17	DOW CHEM CO COM	12/08/14	820.00	855.74	(35.74)	
199	GENERAL ELEC CO COM	12/08/14	5,120.95	5,342.79	(221.84)	
46	JACOBS ENGR GROUP INC DEL COM	12/08/14	2,074.60	2,190.66	(116.06)	
14	KANSAS CITY SOUTHERN NEW COM	12/08/14	1,593.32	1,757.28	(163.96)	
11	PEPSICO INC COM	12/08/14	1,075.82	1,093.14	(17.32)	
51	PHILIP MORRIS INTL INC COM	12/08/14	4,423.76	4,357.66	66.10	
36	PROCTER & GAMBLE CO COM	12/08/14	3,267.92	3,194.47	73.45	
74	URBAN OUTFITTERS INC COM	12/08/14	2,336.36	2,793.98	(457.62)	
72	VWR CORP COM	12/08/14	1,864.02	1,662.02	202.00	
40	VIACOM INC CL B COM	12/08/14	2,991.03	3,117.58	(126.55)	
40	VIACOM INC CL B COM	12/08/14	2,991.03	3,145.26	(154.23)	
15	CACI INTL INC CL A	12/09/14	1,329.55	1,326.23	3.32	
33	PTC INC COM	12/09/14	1,237.68	1,278.92	(41.24)	
153	OASIS PETE INC NEW COM	12/11/14	1,732.79	4,782.68	(3,049.89)	
13	COPA HLDGS SA CL A COM ISIN PAP310761054 PANAMA	12/12/14	1,240.94	1,240.94	-	
13	WEX INC COM	12/17/14	1,271.54	1,536.15	(264.61)	
32	EATON CORP PLC COM IRELAND	12/23/14	2,232.38	2,210.18	22.20	
29	ABBOTT LABS COM	12/23/14	1,326.11	1,284.63	41.48	
19	APPLE INC COM	12/23/14	2,138.50	2,138.50	-	
19	APPLE INC COM	12/23/14	2,138.50	2,250.86	(112.36)	
24	CABELAS INC COM	12/23/14	1,228.81	1,228.81	-	
47	CELGENE CORP COM	12/23/14	4,900.00	4,900.00	-	
47	CELGENE CORP COM	12/23/14	4,900.00	5,293.38	(393.38)	
46	EMC CORP COM	12/23/14	1,401.71	1,378.40	23.31	
78	ELECTRONIC ARTS INC COM	12/23/14	3,715.67	3,416.02	299.65	
43	FORTINET INC COM	12/23/14	1,327.77	1,186.62	141.15	
68	HILTON WORLDWIDE HLDGS INC COM	12/23/14	1,778.11	1,774.11	4.00	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
 12/1/2014 TO 11/30/2015

QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
81	WALGREEN CO COM	12/23/14	6,184.40	5,514.36	670.04	
16	RETAILMENOT INC COM SER 1	01/05/15	227.86	249.20	(21.34)	
17	RETAILMENOT INC COM SER 1	01/05/15	248.11	264.78	(16.67)	
22	ALKERMES PLC COM IRELAND	01/06/15	1,333.62	1,193.39	140.23	
6,523.160	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	01/06/15	107,045.01	100,000.00	7,045.01	
35	RETAILMENOT INC COM SER 1	01/06/15	488.48	545.13	(56.65)	
16,730	VANGUARD INTERMEDIATE TERM BOND ETF CL B	01/06/15	1,429,921.63	1,419,597.86	10,323.77	
16,540	VANGUARD INTERMEDIATE-TERM CORP BOND ETF	01/06/15	1,438,079.85	1,428,326.13	9,753.72	
20	ALKERMES PLC COM IRELAND	01/07/15	1,320.71	1,084.90	235.81	
70	RETAILMENOT INC COM SER 1	01/07/15	972.73	1,055.60	(82.87)	
23	DICKS SPORTING GOODS INC COM	01/08/15	1,254.82	1,148.28	106.54	
12	RETAILMENOT INC COM SER 1	01/08/15	167.21	177.66	(10.45)	
24	DICKS SPORTING GOODS INC COM	01/09/15	1,302.55	1,155.56	146.99	
86	EATON CORP PLC COM IRELAND	01/13/15	5,679.36	5,939.86	(260.50)	
28	APPLE INC COM	01/13/15	3,147.59	3,147.59	-	
28	APPLE INC COM	01/13/15	3,147.59	3,317.06	(169.47)	
14	CVS HEALTH CORP COM	01/13/15	1,377.09	1,265.18	111.91	
107	CITIGROUP INC NEW COM	01/13/15	5,436.86	5,564.09	(127.23)	
107	CITIGROUP INC NEW COM	01/13/15	5,436.86	5,795.11	(358.25)	
25	ELECTRONIC ARTS INC COM	01/13/15	1,190.94	1,094.88	96.06	
6	GOLDMAN SACHS GROUP INC COM	01/13/15	1,131.65	1,129.94	1.71	
161	J P MORGAN CHASE & CO COM	01/13/15	9,596.79	9,869.69	(272.90)	
14	PROCTER & GAMBLE CO COM	01/13/15	1,275.49	1,242.30	33.19	
11	RALPH LAUREN CORP CL A COM	01/13/15	1,936.44	1,921.61	14.83	
47	URBAN OUTFITTERS INC COM	01/13/15	1,676.77	2,038.91	(362.14)	
84	WELLS FARGO & CO NEW COM	01/13/15	4,400.11	4,642.53	(242.42)	
102	XILINX INC COM	01/13/15	4,379.78	4,123.87	255.91	
30	ARCBEST CORP COM	01/20/15	1,193.33	1,193.33	-	
30	ARCBEST CORP COM	01/20/15	1,193.33	1,288.35	(95.02)	
9	POLARIS INDS INC COM	01/20/15	1,233.65	1,233.65	-	
9	POLARIS INDS INC COM	01/20/15	1,233.65	1,410.80	(177.15)	
4	ALLIANCE DATA SYS CORP COM	01/21/15	1,185.98	1,137.54	48.44	
14,017.605	COLUMBIA MID CAP GROWTH FUND CLASS Z	01/21/15	399,641.92	430,000.00	(30,358.08)	
9,610	ISHARES RUSSELL 1000 GROWTH ETF	01/21/15	908,894.67	897,396.55	11,498.12	
900	VANGUARD FTSE EUROPE EFT	01/21/15	47,590.95	49,997.97	(2,407.02)	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
 12/1/2014 TO 11/30/2015

QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
21	CAVIUM INC COM	01/23/15	1,268.77	1,196.06	72.71	
24	DICKS SPORTING GOODS INC COM	01/23/15	1,310.43	1,070.28	240.15	
41	PRECISION CASTPARTS CORP COM	01/23/15	8,376.66	8,464.15	(87.49)	
44	PRECISION CASTPARTS CORP COM	01/23/15	8,989.59	9,098.29	(108.70)	
44	PRECISION CASTPARTS CORP COM	01/23/15	8,989.59	9,106.24	(116.65)	
21	VISA INC CL A COM	01/23/15	5,432.42	5,415.06	17.36	
18	ALKERMES PLC COM IRELAND	01/26/15	1,279.20	976.41	302.79	
-218	COVIDIEN PLC COM IRELAND	01/26/15	(16,037.00)	(21,072.90)	5,035.90	
218	COVIDIEN PLC COM IRELAND	01/26/15	16,037.00	21,072.90	(5,035.90)	
218	COVIDIEN PLC COM IRELAND	01/26/15	23,708.42	21,072.90	2,635.52	
34	CHENIERE ENERGY INC NEW COM	01/26/15	2,492.89	2,433.23	59.66	
480	FMC TECHNOLOGIES INC COM	01/26/15	18,342.46	19,007.95	(665.49)	
16	KIRBY CORP COM	01/26/15	1,270.27	1,270.27	-	
16	KIRBY CORP COM	01/26/15	1,270.27	1,954.59	(684.32)	
304	MEDTRONIC INC COM	01/26/15	23,392.80	20,860.74	2,532.06	
13	UNIVERSAL HLTH SVCS INC CL B	01/26/15	1,377.07	1,377.07	-	
13	UNIVERSAL HLTH SVCS INC CL B	01/26/15	1,377.07	1,406.02	(28.95)	
13	EATON CORP PLC COM IRELAND	01/27/15	844.41	844.41	-	
70	EATON CORP PLC COM IRELAND	01/27/15	4,546.83	4,517.29	29.54	
27	TYCO INTL PLC COM IRELAND	01/27/15	1,114.28	1,114.28	-	
27	TYCO INTL PLC COM IRELAND	01/27/15	1,114.28	1,162.35	(48.07)	
10	APPLE INC COM	01/27/15	1,103.76	1,103.76	-	
142	AVON PRODS INC COM	01/27/15	1,135.53	1,387.03	(251.50)	
81	DOW CHEM CO COM	01/27/15	3,536.03	3,973.15	(437.12)	
9	GOLDMAN SACHS GROUP INC COM	01/27/15	1,591.51	1,591.51	-	
29	GOLDMAN SACHS GROUP INC COM	01/27/15	5,128.19	5,231.59	(103.40)	
29	GOLDMAN SACHS GROUP INC COM	01/27/15	5,128.19	5,461.39	(333.20)	
74	HALLIBURTON CO COM	01/27/15	3,048.23	3,252.09	(203.86)	
74	HALLIBURTON CO COM	01/27/15	3,048.23	4,556.75	(1,508.52)	
188	IMS HEALTH HLDGS INC COM	01/27/15	4,780.94	4,873.74	(92.80)	
9	KANSAS CITY SOUTHERN NEW COM	01/27/15	984.70	984.70	-	
9	KANSAS CITY SOUTHERN NEW COM	01/27/15	984.70	1,129.68	(144.98)	
33	MCDONALDS CORP COM	01/27/15	2,958.63	3,024.42	(65.79)	
33	MCDONALDS CORP COM	01/27/15	2,958.63	3,094.33	(135.70)	
3	SKYWORKS SOLUTIONS INC COM	01/27/15	244.29	203.27	41.02	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
 12/1/2014 TO 11/30/2015

QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
18	IDEX CORP COM	01/28/15	1,304.87	1,304.87	-	-
18	IDEX CORP COM	01/28/15	1,304.87	1,396.53	(91.66)	
13	GOOGLE INC CL A COM	01/30/15	6,941.00	6,711.12	229.88	
8	BIOMEN IDEC INC COM	02/03/15	3,104.44	2,879.04	225.40	
17	CELGENE CORP COM	02/03/15	1,961.26	1,961.26	-	
28	MONSTER BEVERAGE CORP COM	02/03/15	3,247.84	3,313.34	(65.50)	
12	UNIVERSAL HLTH SVCS INC CL B	02/05/15	1,269.19	1,269.19	-	
12	UNIVERSAL HLTH SVCS INC CL B	02/05/15	1,269.19	1,297.86	(28.67)	
51	EATON CORP PLC COM IRELAND	02/11/15	3,592.37	3,238.81	353.56	
-76	MEDTRONIC PLC COM IRELAND	02/11/15	(5,647.98)	(5,578.91)	(69.07)	
76	MEDTRONIC PLC COM IRELAND	02/11/15	5,647.98	5,848.20	(200.22)	
76	MEDTRONIC PLC COM IRELAND	02/11/15	5,647.98	5,578.91	69.07	
89	CHEMTURA CORP NEW COM	02/11/15	2,127.11	2,077.97	49.14	
1	GOLDMAN SACHS GROUP INC COM	02/11/15	186.29	186.29	-	
13	GOLDMAN SACHS GROUP INC COM	02/11/15	2,421.81	2,447.33	(25.52)	
53	MICROSOFT CORP COM	02/11/15	2,250.83	2,250.83	-	
50	TWITTER INC COM	02/11/15	2,371.62	2,424.92	(53.30)	
30	WALGREENS BOOTS ALLIANCE INC COM	02/11/15	2,379.50	1,830.70	548.80	
25	ARCBEST CORP COM	02/12/15	974.85	1,069.67	(94.82)	
33	ARCBEST CORP COM	02/12/15	1,286.80	1,356.51	(69.71)	
15	SIRONA DENTAL SYS INC COM	02/12/15	1,361.65	1,304.48	57.17	
1,500	SPDR S&P 500 ETF TR UNIT SER 1	02/13/15	313,393.73	303,710.70	9,683.03	
780	SPDR S&P MIDCAP 400 ETF TR UNIT SER 1	02/13/15	212,054.38	206,933.53	5,120.85	
15	SBA COMMUNICATIONS CORP COM	02/18/15	1,835.86	1,817.63	18.23	
5	TREEHOUSE FOODS INC COM	02/18/15	413.48	413.48	-	
18	TREEHOUSE FOODS INC COM	02/18/15	1,482.77	1,482.77	-	
-72	MEDTRONIC PLC COM IRELAND	02/24/15	(5,681.16)	(5,370.29)	(310.87)	
72	MEDTRONIC PLC COM IRELAND	02/24/15	5,681.16	5,370.29	310.87	
72	MEDTRONIC PLC COM IRELAND	02/24/15	5,681.16	5,540.40	140.76	
61	BERKSHIRE HATHAWAY INC DEL NEW CL B COM	02/24/15	9,004.45	9,053.46	(49.01)	
95	CABELAS INC COM	02/24/15	4,934.31	5,368.94	(434.63)	
81	DISCOVERY COMMUNICATIONS INC NEW SER A COM	02/24/15	2,640.77	2,666.35	(25.58)	
63	INTUIT COM	02/24/15	6,054.25	5,807.94	246.31	
43	PEPSICO INC COM	02/24/15	4,266.60	4,266.60	-	
34	PROCTER & GAMBLE CO COM	02/24/15	2,892.40	2,892.40	-	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
 12/1/2014 TO 11/30/2015

QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
250	SANDISK CORP COM	02/25/15	19,858.68	19,864.40	(5.72)	
44	DICKS SPORTING GOODS INC COM	02/26/15	2,427.63	2,075.81	351.82	
51	TRACTOR SUPPLY CO COM	02/26/15	4,556.01	3,878.55	677.46	
23	TREEHOUSE FOODS INC COM	02/26/15	1,954.47	1,946.37	8.10	
0.408	MEDTRONIC PLC COM IRELAND	02/27/15	32.21	30.43	1.78	
0.408	MEDTRONIC PLC COM IRELAND	02/27/15	32.21	31.40	0.81	
-0.408	MEDTRONIC PLC COM IRELAND	02/27/15	(32.21)	(30.43)	(1.78)	
31	FOOT LOCKER INC COM	03/06/15	1,835.97	1,764.37	71.60	
50	PERRIGO CO COM IRELAND	03/09/15	7,973.64	7,917.27	56.37	
50	ELECTRONIC ARTS INC COM	03/09/15	2,833.88	2,795.00	38.88	
75	HALLIBURTON CO COM	03/09/15	3,169.68	4,777.93	(1,608.25)	
142	HILTON WORLDWIDE HLDGS INC COM	03/09/15	4,010.40	3,734.18	276.22	
20	PHILIP MORRIS INTL INC COM	03/09/15	1,607.98	1,607.98	-	
67	PROCTER & GAMBLE CO COM	03/09/15	5,558.57	5,899.58	(341.01)	
204	DISCOVERY COMMUNICATIONS INC NEW SER A COM	03/23/15	6,644.52	6,872.26	(227.74)	
90	ELECTRONIC ARTS INC COM	03/23/15	5,180.31	4,474.17	706.14	
65	HALLIBURTON CO COM	03/23/15	2,771.56	4,002.55	(1,230.99)	
51	MICROSOFT CORP COM	03/23/15	2,192.54	2,257.74	(65.20)	
44	PHILIP MORRIS INTL INC COM	03/23/15	3,521.00	3,735.68	(214.68)	
55	VIACOM INC CL B COM	03/23/15	3,888.45	4,113.76	(225.31)	
13	WYNN RESORTS LTD COM	03/23/15	1,726.24	2,272.11	(545.87)	
327	MICHAEL KORS HLDGS LTD COM ISIN VGG607541015	04/02/15	20,874.45	22,285.02	(1,410.57)	
20	ALLIANCE DATA SYS CORP COM	04/02/15	5,859.57	5,875.00	(15.43)	
10	AMAZON COM INC COM	04/02/15	3,701.26	2,969.00	732.26	
5	PRICELINE GROUP INC COM NEW	04/02/15	5,780.82	5,205.30	575.52	
218	SCHWAB CHARLES CORP NEW COM	04/02/15	6,489.24	5,800.96	688.28	
78	SANDERSON FARMS INC COM	04/06/15	6,241.56	6,606.05	(364.49)	
22	SALIX PHARMACEUTICALS LTD COM	04/07/15	3,806.00	3,293.10	512.90	
64	AON PLC COM ISIN GB00B5BT0K07 UNITED KINGDOM	04/08/15	6,291.73	6,398.62	(106.89)	
76	DELPHI AUTOMOTIVE PLC COM JERSEY	04/08/15	6,289.85	5,969.88	319.97	
120	DELPHI AUTOMOTIVE PLC COM JERSEY	04/08/15	9,931.35	9,595.07	336.28	
16	EATON CORP PLC COM IRELAND	04/08/15	1,089.89	1,182.76	(92.87)	
-153	MEDTRONIC PLC COM IRELAND	04/08/15	(11,732.58)	(11,124.86)	(607.72)	
153	MEDTRONIC PLC COM IRELAND	04/08/15	11,732.58	11,773.35	(40.77)	
153	MEDTRONIC PLC COM IRELAND	04/08/15	11,732.58	11,124.86	607.72	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
92	TYCO INTL PLC COM IRELAND	04/08/15	3,945.21	4,008.59	(63.38)	
33	PERRIGO CO COM IRELAND	04/08/15	6,470.30	5,139.98	1,330.32	
47	LYONDELLBASELL INDUSTRIES NV CL A COM	04/08/15	4,310.76	4,150.82	159.94	
45	NIELSEN N V COM NETHERLANDS	04/08/15	2,052.09	2,052.09	-	
113	NIELSEN N V COM NETHERLANDS	04/08/15	5,153.01	5,161.36	(8.35)	
149	NXP SEMICONDUCTORS NV COM NETHERLANDS	04/08/15	15,219.61	14,293.97	925.64	
149	ABBOTT LABS COM	04/08/15	6,930.13	6,757.36	172.77	
8	ACTIVISION BLIZZARD INC COM	04/08/15	183.04	183.04	-	
210	ACTIVISION BLIZZARD INC COM	04/08/15	4,804.71	4,807.75	(3.04)	
217	ADOBE SYS INC COM	04/08/15	16,392.83	15,399.93	992.90	
87	ADVANCED AUTO PTS INC COM	04/08/15	12,801.34	13,293.28	(491.94)	
55	AFFILIATED MANAGERS GROUP COM	04/08/15	11,849.11	11,063.06	786.05	
80	ALEXION PHARMACEUTICALS INC COM	04/08/15	14,244.92	14,313.59	(68.67)	
29	ALIBABA GROUP HLDG LTD ADS CAYMAN ISLANDS	04/08/15	2,470.54	2,455.14	15.40	
102	ALIBABA GROUP HLDG LTD ADS CAYMAN ISLANDS	04/08/15	8,689.50	9,423.24	(733.74)	
41	ALLIANCE DATA SYS CORP COM	04/08/15	12,237.50	12,043.76	193.74	
38	AMAZON COM INC COM	04/08/15	14,434.04	11,282.20	3,151.84	
44	AMERICAN EXPRESS CO COM	04/08/15	3,453.50	3,453.50	-	
66	AMERICAN EXPRESS CO COM	04/08/15	5,180.24	5,330.22	(149.98)	
140	APPLE INC COM	04/08/15	17,555.69	17,444.83	110.86	
265	APPLE INC COM	04/08/15	33,230.43	29,366.91	3,863.52	
104	ARAMARK COM	04/08/15	3,250.99	3,218.42	32.57	
47	BERKSHIRE HATHAWAY INC DEL NEW CL B COM	04/08/15	6,733.08	6,960.09	(227.01)	
14	BIOGEN IDEC INC COM	04/08/15	5,923.50	5,360.65	562.85	
30	BIOGEN IDEC INC COM	04/08/15	12,693.22	10,796.40	1,896.82	
24	BLACKROCK INC CL A	04/08/15	8,885.84	8,983.01	(97.17)	
87	BROADCOM CORP CL A	04/08/15	3,732.56	3,901.98	(169.42)	
87	BROADCOM CORP CL A	04/08/15	3,732.56	3,929.36	(196.80)	
95	CBS CORP NEW CL B COM	04/08/15	5,834.23	5,670.35	163.88	
41	CIGNA CORP COM	04/08/15	5,372.14	4,567.44	804.70	
113	CVS HEALTH CORP COM	04/08/15	11,641.37	11,455.36	186.01	
81	CANADIAN NAT RES LTD COM CANADA	04/08/15	2,594.39	3,010.50	(416.11)	
75	CANADIAN PAC RY LTD COM CANADA	04/08/15	13,776.42	13,671.18	105.24	
58	CARDINAL HEALTH INC COM	04/08/15	5,228.30	4,916.65	311.65	
17	CELGENE CORP COM	04/08/15	1,959.05	2,082.16	(123.11)	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
59	CELGENE CORP COM	04/08/15	6,799.04	6,744.00	55.04	
186	CELGENE CORP COM	04/08/15	21,434.26	23,071.75	(1,637.49)	
200	CERNER CORP COM	04/08/15	14,632.29	13,034.52	1,597.77	
82	CHEVRON CORP COM	04/08/15	8,766.83	9,458.97	(692.14)	
311	CITIGROUP INC NEW COM	04/08/15	16,134.38	16,732.84	(598.46)	
179	COMCAST CORP NEW CL A COM	04/08/15	10,510.70	10,516.03	(5.33)	
24	CONOCOPHILLIPS COM	04/08/15	1,565.28	1,798.47	(233.19)	
97	COSTCO WHSL CORP NEW COM	04/08/15	14,676.38	13,672.71	1,003.67	
35	DIAGEO PLC SPONSORED ADR NEW UK	04/08/15	3,990.54	4,196.06	(205.52)	
22	DUN & BRADSTREET CORP DEL NEW COM	04/08/15	2,838.60	2,891.48	(52.88)	
151	EMC CORP COM	04/08/15	3,967.11	4,476.61	(509.50)	
34	EOG RES INC COM	04/08/15	3,208.18	3,208.18	-	
114	EOG RES INC COM	04/08/15	10,756.85	10,489.39	267.46	
68	ELECTRONIC ARTS INC COM	04/08/15	3,933.98	2,562.52	1,371.46	
215	FACEBOOK INC CL A COM	04/08/15	17,641.43	16,439.91	1,201.52	
17	FEDEX CORP COM	04/08/15	2,883.32	2,936.39	(53.07)	
17	FEDEX CORP COM	04/08/15	2,883.32	2,992.47	(109.15)	
40	FORTUNE BRANDS HOME & SEC INC COM	04/08/15	1,849.97	1,845.88	4.09	
238	GENERAL ELEC CO COM	04/08/15	5,945.52	6,127.79	(182.27)	
186	GILEAD SCIENCES INC COM	04/08/15	18,641.01	19,221.22	(580.21)	
28	GOLDMAN SACHS GROUP INC COM	04/08/15	5,401.62	5,623.44	(221.82)	
9	GOOGLE INC CL A COM	04/08/15	4,952.62	5,295.69	(343.07)	
11	GOOGLE INC CL A COM	04/08/15	6,053.21	5,678.64	374.57	
18	GOOGLE INC COM CL C	04/08/15	9,770.58	10,367.36	(596.78)	
23	GOOGLE INC COM CL C	04/08/15	12,484.63	11,816.25	668.38	
40	HALLIBURTON CO COM	04/08/15	1,784.78	2,025.98	(241.20)	
46	HEWLETT PACKARD CO COM	04/08/15	1,445.05	1,802.74	(357.69)	
23	HILTON WORLDWIDE HLDGS INC COM	04/08/15	696.28	558.34	137.94	
100	HONEYWELL INTL INC COM	04/08/15	10,386.26	10,327.51	58.75	
56	IDEXX LABS INC COM	04/08/15	8,620.21	9,083.23	(463.02)	
56	IDEXX LABS INC COM	04/08/15	8,620.21	9,252.63	(632.42)	
30	INTUIT COM	04/08/15	2,928.24	2,692.37	235.87	
206	J P MORGAN CHASE & CO COM	04/08/15	12,592.56	12,427.78	164.78	
78	JOHNSON & JOHNSON COM	04/08/15	7,804.12	8,093.80	(289.68)	
27	KANSAS CITY SOUTHERN NEW COM	04/08/15	2,825.76	3,383.26	(557.50)	

GRACE HELEN SPEARMAN FOUNDATION  
 CAPITAL GAIN (LOSS)  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
58	LAS VEGAS SANDS CORP COM	04/08/15	3,301.11	3,562.32	(261.21)	
70	LOWES COS INC COM	04/08/15	5,209.31	5,016.00	193.31	
96	MASTERCARD INC CL A COM	04/08/15	8,561.13	8,402.28	158.85	
20	MCDONALDS CORP COM	04/08/15	1,926.99	1,970.63	(43.64)	
46	MCGRAW HILL FINL INC COM	04/08/15	4,789.81	4,803.01	(13.20)	
100	MICHAELS COS INC COM	04/08/15	2,745.62	2,737.44	8.18	
203	MICROSOFT CORP COM	04/08/15	8,361.77	9,925.29	(1,563.52)	
10	MOHAWK INDS INC COM	04/08/15	1,814.56	1,686.04	128.52	
48	MONSANTO CO NEW COM	04/08/15	5,621.66	5,939.60	(317.94)	
118	MONSTER BEVERAGE CORP COM	04/08/15	16,237.69	13,963.35	2,274.34	
44	NOBLE ENERGY INC COM	04/08/15	2,215.36	2,859.11	(643.75)	
13	NU SKIN ENTERPRISES INC CL A	04/08/15	793.11	708.50	84.61	
57	PEPSICO INC COM	04/08/15	5,467.33	5,658.55	(191.22)	
55	PHILIP MORRIS INTL INC COM	04/08/15	4,245.78	4,605.07	(359.29)	
9	PRECISION CASTPARTS CORP COM	04/08/15	1,918.22	2,170.67	(252.45)	
11	PRICELINE GROUP INC COM NEW	04/08/15	13,044.77	11,451.66	1,593.11	
36	PROCTER & GAMBLE CO COM	04/08/15	2,969.68	3,005.14	(35.46)	
65	QUALCOMM INC COM	04/08/15	4,368.75	4,852.28	(483.53)	
15	RANGE RES CORP COM	04/08/15	835.63	729.16	106.47	
31	RAYONIER INC REIT	04/08/15	822.72	914.73	(92.01)	
49	ST JUDE MED INC COM	04/08/15	3,302.74	3,318.87	(16.13)	
36	SCHLUMBERGER LTD COM CURACAO	04/08/15	3,103.86	3,149.83	(45.97)	
398	SCHWAB CHARLES CORP NEW COM	04/08/15	11,912.79	10,590.74	1,322.05	
63	SHERWIN WILLIAMS CO COM	04/08/15	18,236.19	17,421.90	814.29	
30	SKYWORKS SOLUTIONS INC COM	04/08/15	2,915.05	2,376.04	539.01	
150	SKYWORKS SOLUTIONS INC COM	04/08/15	14,575.23	11,490.87	3,084.36	
254	SOUTHWEST AIRLS CO COM	04/08/15	10,749.83	11,052.70	(302.87)	
237	STARBUCKS CORP COM	04/08/15	22,498.02	19,175.65	3,322.37	
160	TRACTOR SUPPLY CO COM	04/08/15	13,656.48	12,168.00	1,488.48	
65	TWENTY-FIRST CENTY FOX INC CL A COM	04/08/15	2,214.51	2,315.95	(101.44)	
47	ULTA SALON COSMETICS & FRAGRANCE INC COM	04/08/15	7,160.90	7,113.38	47.52	
103	UNITED RENTALS INC COM	04/08/15	9,566.47	9,036.72	529.75	
50	UNITED TECHNOLOGIES CORP COM	04/08/15	5,872.12	6,087.30	(215.18)	
207	VERIZON COMMUNICATIONS INC COM	04/08/15	10,178.53	10,342.06	(163.53)	
29	VERTEX PHARMACEUTICALS INC COM	04/08/15	3,576.53	3,331.11	245.42	

GRACE HELEN SPEARMAN FOUNDATION  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
305	VISA INC CL A COM	04/08/15	20,273.00	19,661.81	611.19	
125	VMWARE INC CL A COM	04/08/15	10,406.06	10,222.89	183.17	
32	WALGREENS BOOTS ALLIANCE INC COM	04/08/15	2,801.56	2,413.21	388.35	
107	WELLS FARGO & CO NEW COM	04/08/15	5,772.74	5,886.94	(114.20)	
70	WILLIAMS COS INC DEL COM	04/08/15	3,527.23	3,440.50	86.73	
19	SKYWORKS SOLUTIONS INC COM	04/14/15	1,809.45	1,546.38	263.07	
21	SKYWORKS SOLUTIONS INC COM	04/17/15	1,964.85	1,709.16	255.69	
23	ADVANCED AUTO PTS INC COM	04/21/15	3,510.90	3,514.32	(3.42)	
30	BIOGEN IDEC INC COM	04/21/15	12,638.14	10,796.40	1,841.74	
21	PERRIGO CO COM IRELAND	04/22/15	4,205.38	3,173.59	1,031.79	
29	NU SKIN ENTERPRISES INC CL A	04/22/15	1,651.95	1,212.01	439.94	
37	EATON CORP PLC COM IRELAND	04/27/15	2,565.09	2,331.60	233.49	
33	BIOMARIN PHARMACEUTICAL INC COM	04/27/15	3,827.04	3,229.88	597.16	
13	CVS HEALTH CORP COM	04/27/15	1,320.41	1,174.81	145.60	
13	CARDINAL HEALTH INC COM	04/27/15	1,164.16	1,060.41	103.75	
17	CHEVRON CORP COM	04/27/15	1,867.45	2,074.73	(207.28)	
100	COMCAST CORP NEW CL A COM	04/27/15	5,902.41	5,662.81	239.60	
10	GOOGLE INC COM CL C	04/27/15	5,550.94	5,459.88	91.06	
21	HALLIBURTON CO COM	04/27/15	1,019.53	997.01	22.52	
16	HONEYWELL INTL INC COM	04/27/15	1,641.63	1,584.47	57.16	
96	LAS VEGAS SANDS CORP COM	04/27/15	5,216.64	5,509.23	(292.59)	
44	MICROSOFT CORP COM	04/27/15	2,105.18	2,109.35	(4.17)	
6	PRECISION CASTPARTS CORP COM	04/27/15	1,228.18	1,447.12	(218.94)	
24	SCHLUMBERGER LTD COM CURACAO	04/27/15	2,216.94	2,073.70	143.24	
47	CARPENTER TECHNOLOGY CORP COM	04/28/15	1,986.53	2,293.03	(306.50)	
56	CARPENTER TECHNOLOGY CORP COM	04/28/15	2,367.90	2,381.68	(13.78)	
138	WABASH NATL CORP COM	04/28/15	1,991.59	1,882.39	109.20	
30	ARCBEST CORP COM	04/30/15	1,082.97	1,291.77	(208.80)	
22	ARCBEST CORP COM	05/01/15	791.37	785.59	5.78	
42	ARCBEST CORP COM	05/01/15	1,537.19	1,485.12	52.07	
17	ARCBEST CORP COM	05/04/15	641.23	601.12	40.11	
56	STARBUCKS CORP COM	05/05/15	2,774.10	2,265.48	508.62	
39	KANSAS CITY SOUTHERN NEW COM	05/12/15	3,898.72	4,651.25	(752.53)	
11	MONSANTO CO NEW COM	05/12/15	1,286.08	1,326.05	(39.97)	
15	PRECISION CASTPARTS CORP COM	05/12/15	3,112.37	3,239.21	(126.84)	

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 CAPITAL GAIN (LOSS)  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
85	PROCTER & GAMBLE CO COM	05/12/15	6,785.75	7,095.48	(309.73)	
19	MIDDLEBY CORP COM	05/13/15	1,942.14	1,985.13	(42.99)	
16	VERTEX PHARMACEUTICALS INC COM	05/13/15	2,057.78	1,811.29	246.49	
20	SKYWORKS SOLUTIONS INC COM	05/15/15	1,956.28	1,448.85	507.43	
0.063	GOOGLE INC COM CL C	05/19/15	33.89	32.28	1.61	
0.110	GOOGLE INC COM CL C	05/19/15	59.17	60.06	(0.89)	
111	LOUISIANA PAC CORP COM	05/20/15	2,007.49	1,845.84	161.65	
44	SM ENERGY CO COM	05/20/15	2,361.91	2,980.68	(618.77)	
18	DEALERTRACK TECHNOLOGIES INC COM	05/26/15	754.32	849.87	(95.55)	
249	SOUTHWEST AIRLS CO COM	05/26/15	8,974.42	10,765.29	(1,790.87)	
28	DEALERTRACK TECHNOLOGIES INC COM	05/27/15	1,169.74	1,322.02	(152.28)	
56	SMITH A O COM	06/02/15	3,980.99	3,509.80	471.19	
18	ESTERLINE TECHNOLOGIES CORP COM	06/03/15	1,959.14	2,161.71	(202.57)	
58	KIRBY CORP COM	06/03/15	4,509.01	6,478.57	(1,969.56)	
13	SKYWORKS SOLUTIONS INC COM	06/03/15	1,382.88	995.87	387.01	
14	BOGEN IDEC INC COM	06/09/15	5,322.81	5,078.06	244.75	
34	LAS VEGAS SANDS CORP COM	06/09/15	1,767.67	1,923.01	(155.34)	
34	MONSANTO CO NEW COM	06/09/15	3,845.22	4,090.83	(245.61)	
283	BOULDER BRANDS INC COM	06/10/15	1,972.47	2,692.93	(720.46)	
626	BOULDER BRANDS INC COM	06/10/15	4,359.32	6,640.43	(2,281.11)	
12	EOG RES INC COM	06/12/15	1,072.46	1,187.12	(114.66)	
8	GILEAD SCIENCES INC COM	06/12/15	940.56	826.72	113.84	
51	EOG RES INC COM	06/23/15	4,485.40	4,895.10	(409.70)	
66	CHEMTURA CORP NEW COM	06/25/15	1,992.69	1,614.04	378.65	
31	UNIVERSAL HLTH SVCS INC CL B	06/25/15	4,358.89	3,352.80	1,006.09	
57	CHICAGO BRDG & IRON CO N V COM NETHERLANDS	06/26/15	2,999.83	2,867.69	132.14	
32	DEALERTRACK TECHNOLOGIES INC COM	06/26/15	2,009.95	1,441.03	568.92	
40	SM ENERGY CO COM	06/26/15	1,878.07	2,037.40	(159.33)	
67	CHEMTURA CORP NEW COM	06/29/15	1,959.61	1,541.48	418.13	
47	OCEANEERING INTL INC COM	06/29/15	2,186.14	2,499.41	(313.27)	
77	OCEANEERING INTL INC COM	06/29/15	3,562.66	5,022.47	(1,459.81)	
22	SKYWORKS SOLUTIONS INC COM	06/29/15	2,299.60	1,487.75	811.85	
19	SKYWORKS SOLUTIONS INC COM	06/30/15	1,969.54	1,225.67	743.87	
22	APPLE INC COM	07/01/15	2,775.31	2,606.26	169.05	
85	CHEVRON CORP COM	07/01/15	8,128.67	9,879.08	(1,750.41)	

GRACE HELEN SPEARMAN FOUNDATION  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
48	HILTON WORLDWIDE HLDGS INC COM	07/01/15	1,329.94	1,165.22	164.72	
28	MONSANTO CO NEW COM	07/01/15	3,008.09	3,307.78	(299.69)	
149	TWENTY-FIRST CENTY FOX INC CL A COM	07/01/15	4,865.37	5,308.87	(443.50)	
69	WILLIAMS COS INC DEL COM	07/01/15	3,971.10	3,391.35	579.75	
54	CHEMTURA CORP NEW COM	07/09/15	1,433.30	1,201.23	232.07	
114	EOG RES INC COM	07/10/15	9,651.44	10,269.27	(617.83)	
40	FIREEYE INC COM	07/10/15	1,967.64	1,651.43	316.21	
47	FORTINET INC COM	07/10/15	1,940.57	1,552.18	388.39	
12	DELPHI AUTOMOTIVE PLC COM JERSEY	07/13/15	953.04	1,021.57	(68.53)	
18	AMERICAN EXPRESS CO COM	07/13/15	1,408.78	1,408.78	-	
18	AMERICAN EXPRESS CO COM	07/13/15	1,408.78	1,526.59	(117.81)	
5	BLACKROCK INC CL A	07/13/15	1,713.40	1,782.73	(69.33)	
73	HALLIBURTON CO COM	07/13/15	3,056.36	3,465.80	(409.44)	
90	J P MORGAN CHASE & CO COM	07/13/15	6,102.62	5,422.50	680.12	
40	NOBLE ENERGY INC COM	07/13/15	1,561.06	2,425.66	(864.60)	
43	EQUIFAX INC COM	07/14/15	4,244.05	3,743.93	500.12	
17	SBA COMMUNICATIONS CORP COM	07/14/15	1,977.98	2,024.85	(46.87)	
43	ALLIANCE DATA SYS CORP COM	07/16/15	12,988.12	12,631.26	356.86	
23	SBA COMMUNICATIONS CORP COM	07/16/15	2,693.10	2,550.36	142.74	
23	CINTAS CORP COM	07/17/15	1,960.29	1,886.97	73.32	
48	LOUISIANA PAC CORP COM	07/17/15	765.83	655.86	109.97	
76	LOUISIANA PAC CORP COM	07/17/15	1,206.84	1,173.82	33.02	
22	ESTERLINE TECHNOLOGIES CORP COM	07/21/15	1,999.69	2,562.17	(562.48)	
122	LOUISIANA PAC CORP COM	07/21/15	1,894.37	1,609.79	284.58	
9,250,694	METRO WEST T/R BD CL I	07/21/15	100,000.00	101,572.62	(1,572.62)	
20	SKYWORKS SOLUTIONS INC COM	07/23/15	2,091.77	1,183.35	908.42	
39	DEALERTRACK TECHNOLOGIES INC COM	07/24/15	2,418.15	1,690.35	727.80	
72	UNITED RENTALS INC COM	07/24/15	4,624.26	7,989.56	(3,365.30)	
107	UNITED RENTALS INC COM	07/24/15	6,804.66	9,267.07	(2,462.41)	
42	APPLE INC COM	07/28/15	5,181.25	4,596.89	584.36	
111	WABASH NATL CORP COM	07/29/15	1,483.67	1,512.62	(28.95)	
17	CITY NATL CORP COM	07/30/15	1,524.23	1,540.12	(15.89)	
2	ON ASSIGNMENT INC COM	07/30/15	78.05	75.09	2.96	
20	ON ASSIGNMENT INC COM	07/30/15	780.45	750.90	29.55	
18	CITY NATL CORP COM	07/31/15	1,620.39	1,593.75	26.64	

GRACE HELEN SPEARMAN FOUNDATION  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
48	SKYWORKS SOLUTIONS INC COM	08/04/15	4,180.50	2,601.36	1,579.14	
33	APPLE INC COM	08/06/15	3,791.00	3,611.84	179.16	
218	WHITING PETE CORP NEW COM	08/06/15	3,907.82	8,774.10	(4,866.28)	
29	SIGNET JEWELERS LTD COM BERMUDA	08/07/15	3,483.35	3,731.74	(248.39)	
27	LOGMEIN INC COM	08/07/15	1,918.74	1,414.51	504.23	
134	VMWARE INC CL A COM	08/07/15	11,403.18	10,738.20	664.98	
2,350	SELECT SECTOR SPDR TR ENERGY SHS BEN INT	08/10/15	158,298.26	197,642.42	(39,344.16)	
1,710	SPDR S&P OIL & GAS EXPLORATION & PRODUCTION	08/10/15	63,955.90	77,661.88	(13,705.98)	
7	PERRIGO CO COM IRELAND	08/11/15	1,343.92	1,053.92	290.00	
41	LYONDELLBASELL INDUSTRIES NV CL A COM	08/11/15	3,646.36	3,502.47	143.89	
33	ALIBABA GROUP HLDG LTD ADS CAYMAN ISLANDS	08/11/15	2,599.71	2,599.71	-	
47	BAXTER INTL INC COM	08/11/15	1,969.32	1,770.74	198.58	
7	BLACKROCK INC CL A	08/11/15	2,323.25	2,495.82	(172.57)	
26	BROADCOM CORP CL A	08/11/15	1,327.47	1,203.02	124.45	
20	CELGENE CORP COM	08/11/15	2,614.62	2,445.05	169.57	
78	CITIGROUP INC NEW COM	08/11/15	4,516.72	4,084.48	432.24	
50	ELECTRONIC ARTS INC COM	08/11/15	3,685.88	1,805.00	1,880.88	
32	HEWLETT PACKARD CO COM	08/11/15	954.23	1,230.75	(276.52)	
36	HONEYWELL INTL INC COM	08/11/15	3,799.21	3,565.07	234.14	
15	LAS VEGAS SANDS CORP COM	08/11/15	831.38	848.38	(17.00)	
47	MCDONALDS CORP COM	08/11/15	4,655.73	4,407.09	248.64	
28	VERTEX PHARMACEUTICALS INC COM	08/11/15	3,845.71	3,356.57	489.14	
16	SIGNET JEWELERS LTD COM BERMUDA	08/12/15	1,899.93	1,937.22	(37.29)	
47	COPA HLDGS SA CL A COM ISIN PAP310761054 PANAMA	08/12/15	3,422.64	5,475.03	(2,052.39)	
1,190	ISHARES MSCI EMERGING MARKETS ETF	08/12/15	42,083.45	50,218.00	(8,134.55)	
106	SCHWAB CHARLES CORP NEW COM	08/12/15	3,563.94	2,820.65	743.29	
38	DEALERTRACK TECHNOLOGIES INC COM	08/13/15	2,360.76	1,619.94	740.82	
12	SIGNET JEWELERS LTD COM BERMUDA	08/18/15	1,488.95	1,441.90	47.05	
49	LYONDELLBASELL INDUSTRIES NV CL A COM	08/24/15	3,800.20	4,044.54	(244.34)	
28	CITIGROUP INC NEW COM	08/24/15	1,419.74	1,466.22	(46.48)	
9	FEDEX CORP COM	08/24/15	1,328.94	1,328.94	-	
19	HONEYWELL INTL INC COM	08/24/15	1,817.67	1,881.56	(63.89)	
15	MONSANTO CO NEW COM	08/24/15	1,421.34	1,706.09	(284.75)	
92	QUALCOMM INC COM	08/24/15	5,134.62	6,416.35	(1,281.73)	
14	UNITED TECHNOLOGIES CORP COM	08/24/15	1,274.19	1,564.98	(290.79)	

GRACE HELEN SPEARMAN FOUNDATION  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
143	ALIBABA GROUP HLDG LTD ADS CAYMAN ISLANDS	08/25/15	9,843.24	13,942.91	(4,099.67)	
1,280	ISHARES MSCI EMERGING MARKETS ETF	08/25/15	41,868.03	49,795.20	(7,927.17)	
1,430	ISHARES MSCI MEXICO CAPPED ETF	08/25/15	71,913.09	90,845.45	(18,932.36)	
1,540	ISHARES MSCI SOUTH KOREA CAPPED ETF	08/25/15	71,485.48	88,212.81	(16,727.33)	
6,437.201	NEUBERGER BERMAN EMERGING MKTS EQUITY FUND	08/25/15	85,807.89	105,884.80	(20,076.91)	
34	SCRIPPS E W CO OHIO CL A NEW COM	08/27/15	579.57	826.87	(247.30)	
66	SCRIPPS E W CO OHIO CL A NEW COM	08/27/15	1,128.42	1,612.49	(484.07)	
74	SCRIPPS E W CO OHIO CL A NEW COM	08/27/15	1,266.55	1,804.09	(537.54)	
203	ACTIVISION BLIZZARD INC COM	08/28/15	6,001.38	4,865.36	1,136.02	
146	SCRIPPS E W CO OHIO CL A NEW COM	08/28/15	2,553.52	3,411.01	(857.49)	
29	SCRIPPS E W CO OHIO CL A NEW COM	08/31/15	503.46	647.09	(143.63)	
44	AMERICAN EXPRESS CO COM	09/14/15	3,301.75	3,728.76	(427.01)	
3	BLACKROCK INC CL A	09/14/15	903.15	1,069.64	(166.49)	
33	CITIGROUP INC NEW COM	09/14/15	1,676.98	1,728.05	(51.07)	
9	FEDEX CORP COM	09/14/15	1,344.42	1,787.53	(443.11)	
35	J P MORGAN CHASE & CO COM	09/14/15	2,175.83	2,388.18	(212.35)	
6	MOHAWK INDS INC COM	09/14/15	1,229.65	913.08	316.57	
16	MONSANTO CO NEW COM	09/14/15	1,448.68	1,819.83	(371.15)	
75	QUALCOMM INC COM	09/14/15	4,062.80	5,478.39	(1,415.59)	
31	UNITED TECHNOLOGIES CORP COM	09/14/15	2,850.40	3,052.18	(201.78)	
31	UNITED TECHNOLOGIES CORP COM	09/14/15	2,850.40	3,419.06	(568.66)	
64	ADVANCED AUTO PTS INC COM	09/15/15	11,252.78	9,778.96	1,473.82	
95	MCGRAW HILL FINL INC COM	09/23/15	8,672.75	9,957.45	(1,284.70)	
12	SHERWIN WILLIAMS CO COM	09/23/15	2,832.99	3,411.05	(578.06)	
38	BRUNSWICK CORP COM	09/24/15	1,840.52	2,073.09	(232.57)	
22	DEALERTRACK TECHNOLOGIES INC COM	09/24/15	1,375.96	904.27	471.69	
29	DEALERTRACK TECHNOLOGIES INC COM	09/24/15	1,815.32	1,191.99	623.33	
49	GRAND CANYON ED INC COM	09/24/15	1,868.61	2,273.36	(404.75)	
107	IDEX CORP COM	09/24/15	7,292.16	7,971.39	(679.23)	
13	ALIBABA GROUP HLDG LTD ADS CAYMAN ISLANDS	09/28/15	767.47	1,333.23	(565.76)	
44	GOLDMAN SACHS GROUP INC COM	09/28/15	7,607.53	8,374.29	(766.76)	
14	MONSANTO CO NEW COM	09/28/15	1,164.87	1,164.87	-	
14	MONSANTO CO NEW COM	09/28/15	1,164.87	1,530.24	(365.37)	
2	PRICELINE GROUP INC COM NEW	09/28/15	2,419.06	2,506.07	(87.01)	
21	COSTCO WHSL CORP NEW COM	09/29/15	3,006.26	2,913.38	92.88	

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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
8	SHERWIN WILLIAMS CO COM	09/29/15	1,754.14	2,182.32	(428.18)	
52	ESTERLINE TECHNOLOGIES CORP COM	10/05/15	3,829.58	5,621.70	(1,792.12)	
55	SMITH A O COM	10/07/15	3,725.16	3,021.61	703.55	
63	HOME PPTY'S INC REITS	10/08/15	4,739.49	4,023.89	715.60	
17	INCYTE CORP COM	10/08/15	1,748.37	1,265.06	483.31	
37	CARRIZO OIL & CO INC COM	10/14/15	1,452.71	1,339.82	112.89	
36	STARBUCKS CORP COM	10/14/15	2,132.31	1,456.38	675.93	
45	MANHATTAN ASSOCS INC COM	10/21/15	3,145.16	2,278.34	866.82	
53	HURON CONSULTING GROUP INC COM	10/23/15	2,544.23	3,787.60	(1,243.37)	
48	AON PLC COM ISIN GB00B5BT0K07 UNITED KINGDOM	10/26/15	4,447.51	4,512.64	(65.13)	
28	MEDTRONIC PLC COM IRELAND	10/26/15	2,035.24	2,154.60	(119.36)	
21	LYONDELBASELL INDUSTRIES NV CL A COM	10/26/15	1,952.35	1,733.37	218.98	
28	ABBOTT LABS COM	10/26/15	1,219.13	1,240.34	(21.21)	
12	APPLE INC COM	10/26/15	1,386.02	1,397.88	(11.86)	
12	APPLE INC COM	10/26/15	1,386.02	1,421.60	(35.58)	
63	ARAMARK COM	10/26/15	1,953.78	1,868.04	85.74	
15	CVS HEALTH CORP COM	10/26/15	1,554.19	1,550.95	3.24	
71	DUKE ENERGY CORP NEW COM	10/26/15	5,125.31	5,277.60	(152.29)	
49	FORTUNE BRANDS HOME & SEC INC COM	10/26/15	2,547.69	2,182.91	364.78	
67	LKQ CORP COM	10/26/15	1,896.75	1,929.23	(32.48)	
33	MASTERCARD INC CL A COM	10/26/15	3,295.73	2,850.07	445.66	
2	PRICELINE GROUP INC COM NEW	10/26/15	2,837.33	2,506.07	331.26	
22	SCHLUMBERGER LTD COM CURACAO	10/26/15	1,698.30	1,880.97	(182.67)	
22	SYNAPTICS INC COM	10/26/15	1,865.03	1,733.49	131.54	
33	WILLIAMS COS INC DEL COM	10/26/15	1,238.30	1,621.95	(383.65)	
61	INPHI CORP COM	10/29/15	1,886.96	1,400.57	486.39	
125	U S G CORP COM NEW	10/29/15	2,933.88	3,606.93	(673.05)	
29	CITY NATL CORP COM	10/30/15	2,607.59	2,269.97	337.62	
15	PERRIGO CO COM IRELAND	11/02/15	2,390.99	2,242.15	148.84	
93	STERIS CORP COM	11/02/15	6,915.48	6,139.70	775.78	
67	AMERICAN EXPRESS CO COM	11/09/15	4,923.48	5,426.41	(502.93)	
10	FORTUNE BRANDS HOME & SEC INC COM	11/09/15	516.16	427.84	88.32	
41	KANSAS CITY SOUTHERN NEW COM	11/09/15	3,686.82	4,442.92	(756.10)	
25	MASTERCARD INC CL A COM	11/09/15	2,503.70	2,159.14	344.56	
16	MCDONALDS CORP COM	11/09/15	1,806.21	1,792.21	14.00	

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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
5	MOHAWK INDS INC COM	11/09/15	926.40	732.18	194.22	
295	AVALONBAY CMNTYS INC COM	11/10/15	51,142.63	49,783.70	1,358.93	
655	EQUITY RESIDENTIAL SH BEN INT	11/10/15	51,015.30	48,964.98	2,050.32	
220	PUBLIC STORAGE INC COM (REIT)	11/10/15	50,393.77	42,065.10	8,328.67	
12	PERRIGO CO COM IRELAND	11/12/15	1,881.75	1,894.26	(12.51)	
3	PRICELINE GROUP INC COM NEW	11/17/15	3,780.99	3,582.85	198.14	
30	SKYWORKS SOLUTIONS INC COM	11/17/15	2,310.03	2,491.82	(181.79)	
1	SMITH A O COM	11/17/15	77.13	54.80	22.33	
43	BLUE BUFFALO PET PRODS INC COM	11/18/15	729.71	1,171.74	(442.03)	
154	BLUE BUFFALO PET PRODS INC COM	11/18/15	2,614.99	4,169.69	(1,554.70)	
14	HURON CONSULTING GROUP INC COM	11/18/15	762.66	997.88	(235.22)	
256	RADIAN GROUP INC COM	11/18/15	3,663.09	4,423.99	(760.90)	
20	BLUE BUFFALO PET PRODS INC COM	11/19/15	340.40	540.23	(199.83)	
3	HURON CONSULTING GROUP INC COM	11/19/15	163.06	213.83	(50.77)	
110	BLUE BUFFALO PET PRODS INC COM	11/20/15	1,883.29	2,278.19	(394.90)	
21	HURON CONSULTING GROUP INC COM	11/20/15	1,140.81	1,496.81	(356.00)	
58	NIELSEN HLDGS PLC COM UNITED KINGDOM	11/23/15	2,750.94	2,664.06	86.88	
2	ALPHABET INC CL C COM	11/23/15	1,517.40	1,211.66	305.74	
11	FACEBOOK INC CL A COM	11/23/15	1,175.57	902.88	272.69	
22	HURON CONSULTING GROUP INC COM	11/23/15	1,189.97	1,560.80	(370.83)	
5	PRICELINE GROUP INC COM NEW	11/23/15	6,357.97	6,290.68	67.29	
	<b>SHORT TERM</b>		<b>7,642,793.70</b>	<b>7,738,747.80</b>	<b>(95,954.10)</b>	
33,112.583	COLUMBIA STRATEGIC INCOME FUND CLASS Z	01/06/15	190,066.23	200,000.00	(9,933.77)	
16,773.600	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	01/06/15	274,598.39	250,000.00	24,598.39	
4,719.207	COLUMBIA CONTRARIAN CORE FUND CLASS Z	01/21/15	100,000.00	96,932.52	3,067.48	
28,900.579	PIMCO FOREIGN BOND FUND UNHEDGED INSTL CL	01/21/15	286,982.75	312,718.73	(25,735.98)	
860	VANGUARD FTSE EUROPE EFT	01/21/15	45,475.79	49,940.11	(4,464.32)	
100,000	MICROSOFT CORP SR NT DTD 09/27/10	02/12/15	100,766.00	103,754.00	(2,988.00)	
100,000	TOTAL CAP CO GTD NT FRANCE DTD 09/15/10	02/12/15	101,806.24	103,321.00	(1,514.76)	
100,000	TOYOTA MTR CR CORP SR UNSECD MTN	02/12/15	102,127.00	100,401.00	1,726.00	
100,000	VERIZON COMMUNICATIONS INC SR UNSECD NT	02/12/15	101,327.00	101,160.00	167.00	
1,340	SELECT SECTOR SPDR TR ENERGY SHS BEN INT	08/10/15	90,263.68	100,375.79	(10,112.11)	
2,700	ISHARES MSCI EMERGING MARKETS ETF	08/12/15	95,483.48	124,439.24	(28,955.76)	

GRACE HELEN SPEARMAN FOUNDATION  
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QUANTITY	DESCRIPTION	DATE SOLD	SALE PROCEEDS	COST BASIS	CAPITAL GAIN (LOSS)	
					SHORT TERM	LONG TERM
19,015.578	PIMCO EMERGING LOCAL BD FUND INSTL CL	08/12/15	140,334.97	200,000.00		(59,665.03)
1,230	ISHARES MSCI SOUTH KOREA CAPPED ETF	08/25/15	57,095.55	80,580.99		(23,485.44)
2,130	ISHARES MSCI MEXICO CAPPED ETF	08/25/15	107,115.30	140,053.70		(32,938.40)
1,910	ISHARES MSCI EMERGING MARKETS ETF	08/25/15	62,474.94	74,518.08		(12,043.14)
23	TYCO INTL PLC COM IRELAND	10/26/15	842.35	990.15		(147.80)
3	ALPHABET INC CL A COM	10/26/15	2,193.13	1,765.23		427.90
15	ELECTRONIC ARTS INC COM	10/26/15	1,110.06	541.50		568.56
4	GOLDMAN SACHS GROUP INC COM	10/26/15	747.25	749.81		(2.56)
6	JOHNSON & JOHNSON COM	10/26/15	598.95	651.13		(52.18)
51	CITY NATL CORP COM	10/30/15	4,585.76	3,795.17		790.59
12	CELGENE CORP COM	11/09/15	1,373.24	1,135.49		237.75
40	FORTUNE BRANDS HOME & SEC INC COM	11/09/15	2,064.63	1,571.12		493.51
6	MOHAWK INDS INC COM	11/09/15	1,111.67	749.95		361.72
10	PERRIGO CO COM IRELAND	11/12/15	1,568.13	1,509.25		58.88
24	SMITH A O COM	11/17/15	1,851.10	1,143.48		707.62
55	WABASH NATL CORP COM	11/19/15	707.84	668.53		39.31
91	WABASH NATL CORP COM	11/19/15	1,170.01	1,106.10		63.91
14	CELGENE CORP COM	11/23/15	1,598.98	1,324.74		274.24
10	ELECTRONIC ARTS INC COM	11/23/15	684.39	361.00		323.39
5	MOHAWK INDS INC COM	11/23/15	971.93	624.95		346.98
	<b>LONG TERM</b>		<b>1,879,096.74</b>	<b>2,056,882.76</b>		<b>(177,786.02)</b>
	<b>TOTAL GAIN (LOSS)</b>		<b>9,521,890.44</b>	<b>9,795,630.56</b>		<b>(95,954.10)</b>